

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

PARTY CITY HOLDCO INC., *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 23-90005 (DRJ)
)
) (Jointly Administered)
)

NOTICE OF EXECUTION OF BACKSTOP COMMITMENT AGREEMENT

[Related to Docket No. 896]

PLEASE TAKE NOTICE that on April 20, 2023, the Debtors filed the *Motion for Entry of an Order (I) Authorizing the (A) Debtors' Entry Into, and Performance Under, the Backstop Commitment Agreement and (B) Payment of Related Fees, Premiums, Indemnities, and Expenses, (II) Approving the Equity Rights Offering Procedures and Related Forms, and (III) Granting Related Relief* [Docket No. 896] (the "Backstop Motion").² A form of the Backstop Commitment Agreement was attached to the Backstop Motion as Exhibit A.

PLEASE TAKE FURTHER NOTICE that on July 21, 2023, the Debtors filed the *Notice of Revised Rights Offering Materials* [Docket No. 1466] (the "Notice of Revised Rights Offering Materials"), disclosing certain modifications to the documents filed with the Backstop Motion, including to the Backstop Commitment Agreement. A revised version of the Backstop Commitment Agreement was attached to the Notice of Revised Rights Offering Materials as Exhibit D.

PLEASE TAKE FURTHER NOTICE that on September 1, 2023, the Debtors and the Commitment Parties executed the Backstop Commitment Agreement, substantially in the form attached to the Notice of Revised Rights Offering Materials.

PLEASE TAKE FURTHER NOTICE that a redline reflecting certain technical modifications made to the Backstop Commitment Agreement between the filing of the Notice of Revised Rights Offering Materials and the execution thereof is attached hereto as Exhibit A.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Party City Holdco Inc. (9758); Amscan Custom Injection Molding, LLC (4238); Amscan Inc. (1359); Amscan Purple Sage, LLC (3514); Am-Source, LLC (8427); Anagram Eden Prairie Property Holdings LLC (8309); Party City Corporation (3692); Party City Holdings Inc. (3029); Party Horizon Inc. (5812); PC Intermediate Holdings, Inc. (1229); PC Nextco Finance, Inc. (2091); PC Nextco Holdings, LLC (7285); Print Appeal, Inc. (5932); and Trisar, Inc. (0659). The location of the Debtors' service address for purposes of these chapter 11 cases is: 100 Tice Boulevard, Woodcliff Lake, New Jersey 07677.

² Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Backstop Motion or the Backstop Commitment Agreement (as defined in the Backstop Motion).

PLEASE TAKE FURTHER NOTICE that a hearing on the Backstop Motion will take place on Wednesday, September 6, 2023, at 10:00 a.m. (prevailing Central Time), before the Honorable Judge David R. Jones in Courtroom 400, 515 Rusk Street, Houston, Texas 77002 (the “Hearing”).

PLEASE TAKE FURTHER NOTICE that you may participate in the Hearing either in person or by an audio and video connection. Audio communication will be by use of the court’s dial-in facility. You may access the facility at (832) 917-1510. Once connected, you will be asked to enter the conference room number. Judge Jones’ conference room number is 205691. Video communication will be by use of the GoToMeeting platform. Connect via the GoToMeeting application or click the link on Judge Jones’ website to access the video platform. The meeting code will be “JudgeJones.” Once joined, click the settings icon in the upper right corner and enter your name under the personal information setting.

PLEASE TAKE FURTHER NOTICE that hearing appearances must be made electronically in advance of both electronic and in-person hearings. To register your appearance, click the “Electronic Appearance” link on Judge Jones’ homepage. Select the case name, complete the required fields, and click “Submit” to complete your appearance.

PLEASE TAKE FURTHER NOTICE that copies of the Backstop Motion, the Notice of Revised Rights Offering Materials, and other documents filed in the Debtors’ Chapter 11 Cases may be obtained free of charge by visiting the website maintained by the Debtors’ notice and claims agent, Kroll Restructuring Administration LLC (the “Notice and Claims Agent”), at <https://cases.ra.kroll.com/PCHI>. Copies may also be obtained by (i) calling the Notice and Claims Agent at +1 (646) 440-4580 (international toll) or (888) 905-0493 (U.S. toll free) or (ii) emailing the Notice and Claims Agent at PCHIinfo@ra.kroll.com.

[Remainder of page intentionally left blank]

September 1, 2023

Respectfully submitted,

By: /s/ John F. Higgins

PORTER HEDGES LLP

John F. Higgins (TX Bar No. 09597500)
M. Shane Johnson (TX Bar No. 24083263)
Megan Young-John (TX Bar No. 24088700)
1000 Main St., 36th Floor
Houston, Texas 77002
Telephone: (713) 226-6000
Facsimile: (713) 226-6248
jhiggins@porterhedges.com
sjohnson@porterhedges.com
myoung-john@porterhedges.com

- and -

**PAUL, WEISS, RIFKIND, WHARTON &
GARRISON LLP**

Paul M. Basta (admitted *pro hac vice*)
Kenneth S. Ziman (admitted *pro hac vice*)
Christopher J. Hopkins (admitted *pro hac vice*)
Grace C. Hotz (admitted *pro hac vice*)
1285 Avenue of the Americas
New York, New York 10019
Telephone: (212) 373-3000
Facsimile: (212) 757-3990
pbasta@paulweiss.com
kziman@paulweiss.com
chopkins@paulweiss.com
ghotz@paulweiss.com

*Counsel to the Debtors and
the Debtors in Possession*

Certificate of Service

I certify that on September 1, 2023, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ John F. Higgins

John F. Higgins